SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response: 0.5

| 1. Name and Addre <u>ROGAN TH</u> | 1 0 | rson* | 2. Issuer Name and Ticker or Trading Symbol <u>UNITED TECHNOLOGIES CORP /DE/</u> [UTX] | | tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (speci below) below) | | |
|---|---------------|----------------|--|------------------------|---|---------------|--|
| (Last) (First) (Mi ONE FINANCIAL PLAZA | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2010 | | Vice President, ' | , | |
| (Street) HARTFORD (City) | CT (State) | 06101 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indiv Line) X | idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person | orting Person | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transa Code (8) | | 4. Securities Disposed Of | Acquired (D) (Instr | (A) or . 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|----------------------------------|--|---|------------------------------|---|------------------------------|------------------------|-------------------------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (1130.4) | |
| Common Stock | 12/01/2010 | | М | | 36,406 | A | \$38.5 | 54,316 | D | | |
| Common Stock | 12/01/2010 | | М | | 13,594 | A | \$38.5 | 67,910 | D | | |
| Common Stock | 12/01/2010 | | F | | 2,971 | D | \$78.26 | 64,939 | D | | |
| Common Stock | 12/01/2010 | | F | | 6,688 | D | \$78.26 | 58,251 | D | | |
| Common Stock | 12/01/2010 | | F | | 7,957 | D | \$78.26 | 50,294 | D | | |
| Common Stock | 12/01/2010 | | F | | 17,910 | D | \$78.26 | 32,384 | D | | |
| Common Stock | 12/02/2010 | | S | | 100 | D | \$79.1725 | 32,284 | D | | |
| Common Stock | 12/02/2010 | | S | | 100 | D | \$79.1711 | 32,184 | D | | |
| Common Stock | 12/02/2010 | | S | | 100 | D | \$79.1708 | 32,084 | D | | |
| Common Stock | 12/02/2010 | | S | | 506 | D | \$79.17 | 31,578 | D | | |
| Common Stock | 12/02/2010 | | S | | 1,594 | D | \$79.161 | 29,984 | D | | |
| Common Stock | 12/02/2010 | | S | | 2,600 | D | \$79.171 | 27,384 | D | | |
| Common Stock | 12/02/2010 | | S | | 4,474 | D | \$79.1 | 22,910 | D | | |
| Common Stock | 12/02/2010 | | S | | 5,000 | D | \$79.19 | 17,910 | D | | |
| Common Stock (Career Restricted) | | | | | | | | 4,960 | D | | |
| Common Stock | | | | | | | | 11,272.725 | I | By Savings Plan Trustee | |

| (e.g., puts, calls, warrants, options, convertible securities) | Table II - Derivative Secu | rities Acqui | ired, Disposed of, | or Beneficially | Owned |
|--|----------------------------|---------------|--------------------|-----------------|-------|
| | (e.g., puts, calls | , warrants, o | options, convertil | ble securities) | |

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of Deri Secu Acq (A) c Disp of (D | umber vative urities uired or oosed o) (Instr. and 5) | Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(S) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|---|--|-------------------------------------|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Non- Qualified Stock Option (right to buy) | \$38.5 | 12/01/2010 | | М | | | 13,594 | 04/26/2004 | 04/25/2011 | Common Stock | 13,594 | \$0.0000 | 86,406 | D | |

| | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | |
|---|--|--|---|------------------------------|---|-----|--------|--|--------------------|---|--|---|--|--|--|
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | d 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Non- Qualified Stock Option (right to buy) | \$38.5 | 12/01/2010 | | М | | | 36,406 | 04/26/2004 | 04/25/2011 | Common Stock | 36,406 | \$0.0000 | 50,000 | D | |

Explanation of Responses:

<u>/s/ Charles F. Hildebrand as</u> <u>Attorney-in-Fact</u>

12/02/2010

** Signature of Reporting Person

erson Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.